

## Regulations

### No.004

#### Anti-Corruption Measurement in Human Resources

In order to make the task and work of human resources at MBK Public Company Limited and its subsidiaries be transparent and fair according to the principles of good corporate governance and to support anti-corruption in human resources to be widely known and strictly followed, it is considered that rules and regulations No.012 regarding anti-corruption policies in human resources on 25 November 2021 should be canceled and temporarily use the following rules and regulations until further notice. The rules and regulations are as followings,

#### 1. Objectives

In order to make human resource management in MBK Group be transparent and fair according to the principles of good corporate governance and to support anti-corruption in human resources, it is forbidden that management and employees of the company do certain acts as followings,

1.1 Use wrongful power to bring about any illegal benefits

1.2 Give away or get any forms of bribery by offering, promising to give, claiming or receiving money, assets, or benefits illegally and unethically.

1.3 Any forms of illegal action or corruption directly or indirectly with government officials, public or private sectors, or to let the person perform or refrain from his/ her duties in order to inappropriately get or keep business benefits.

MBK Group has set anti-corruption policies in human resources so that management and employees concerned in human resource management know and perform accordingly as well as control and prevent illegal and unethical actions that are against the principles of good corporate governance anti-corruption practices regularly and reviewing anti-corruption policies must be done frequently so that they will be in accordance with changes in business, rules and regulations and legal requirements. In case that employee performs illegal actions or violates any measurements, or supports, helps, or corporates

with any forms of corruption, he or she will be sentenced according to rules and regulations of the company.

## 2. Definition

2.1 Group of Companies means MBK Public Company Limited and Its subsidiaries / associates with authorization

2.2 Government Agency means - Ministry, bureau, department, or public sector such as the Revenue Department, Departments of Lands, local government, etc.

- Political party, politician, candidate for political position both governmental and opposition parties Local management

- Regulatory authority such as Securities an Exchange Commission, Stock Exchange of thailand, etc.

- State enterprises, businesses in which the government is a major shareholder, or other government organizations that are controlled by the government

2.3 Government officials means

- Politician or political office holder

- Government officers or local staffs who have position and receive salary

- State enterprise employees or those who work for state enterprise or government agency

- Local authority or local council member who is not Politician

- Legal officer for local government

- Committee, sub-committee, government state enterprise

employee. A person or group of persons who are authorized by government in order to perform legal actions whether appointed by government agency or state enterprise

### 3. Scope

This anti-corruption measure for human resources work covers the MBK Group companies' recruitment and selection, level upgrading and promotion, transferring, development and training, performance evaluation and remuneration, disciplinary action, human resources work procurement, and reimbursement processes.

The recruitment of the Board of Directors of the MBK Group companies shall comply with the requirements of each company, e.g., being reviewed by the Nomination and Remuneration Committee, the Board of Directors' meeting, or the shareholders' meeting.

### 4. Regulations or guidelines

#### 4.1 Personal recruitment and selection

The followings are the recruitment procedures for internal and external units:

##### 4.1.1 Recruitment process

4.1.1.1 The recruitment procedures will be subject to the organization structure and the manpower rate approved by the Executive Committee and Board of Directors. When using a recruitment agency's services, the agency's selection process must be compliant with the procurement process.

4.1.1.2 The recruitment of applicants will base on knowledge and ability as specified in the data collection form by position (Job Profile). Other requirements will comply with the regulations as specified by the Human Resources Management Department. The recruitment process, employee transfer, and inspection of prohibited qualifications will be conducted under the Group companies' policies and legal regulations.

4.1.1.3 The recruitment process consists of an examination and an interview by the Human Resources Management Department, and the agency affiliation to ensure transparency and impartiality.

4.1.1.4 The remuneration determination will be based on qualifications, experiences, level of employee, and nature of assigned work in accordance with the job value and compensation structure of the company.

4.1.1.5 The employed personnel will enter into an orientation for knowledge and understanding of the business of the group companies as well as policies and restrictions according to relevant regulations and laws, e.g., Good Corporate Governance Policy, Code of Conduct, Anti-Corruption Policy, etc.

4.1.1.6 The personnel under Clause 4.1.1.5 must work on probation as specified by the agency affiliation under the employment conditions. To be employed as permanent personnel, he or she must receive satisfactory assessment results from the agency affiliation.

It must be no requests for benefits or returns of any kind from candidates or relevant persons on the recruitment, selection, remuneration determination, and probation assessment.

#### 4.1.2 Employment approval

To employ personnel, the company provides the following authority to the group companies:

4.1.2.1 Employment of personnel at a position of Assistant Director, higher position, or equivalent position, must be complied with the charter of the Nomination and Remuneration Committee.

4.1.2.2 Employment of personnel at a position lower than a position of Assistant Director or equivalent position, must be approved pursuant to the chain of command under each MBK Group company's handbook on the personal section.

4.1.2.3 Employment of personnel at a position of the consultant must be approved pursuant to the chain of command of the Deputy Managing Director, higher position, or equivalent position, Chief Executive Officer, Executive Committee, or the Board of Directors under each company's policy.

#### 4.1.3 Control measures when recruiting personnel from government agencies

The Company has measures and criteria when recruiting personnel who is government official as follows:

4.1.3.1 The Resource Management Department examines the employment of personnel who previously held or currently hold positions at government agencies. It must consider agreements that the said personnel have made with government agencies.

4.1.3.2 The personnel under Clause 4.1.3.1 must present an agreement with government agencies for reviewing.

4.1.3.3 If that person is still holding a position with government agencies, the company will not employ him/her, unless such person receives consent from relevant government agencies. He/she must comply with such government agencies' terms and conditions which cause no risk of corruption.

4.1.3.4 There must be a two-year gap for former government officials before employment as the company's employees. He/she must also comply with the agreement made with the government agencies. If there is a need to employ a former government official who has less than a two-year gap, such an employed person must receive consent from the government agencies. He/she must comply with such government agencies' terms and conditions which cause no risk of corruption.

4.1.3.5 Before employment of the government officials, the Human Resources Management Department must acquire a compliance agreement from such government officials. This is to prevent the wrongful use of power or conflicting interests, e.g., disclosing the confidentiality of government agencies that they were previously affiliated with, wrongful lobbying for benefits, or being assigned to contact the government agencies previously affiliated with, etc.

4.1.3.6 The company will not employ government officials if such employment causes reciprocal benefits to the company.

4.1.3.7 It is required that the candidates from the government agencies must disclose and certify the information provided to the company.

4.1.3.8 The disclosure of the name and biography of the persons from the government agencies who are employed by the company:

- For the listed companies, if a government official is employed as a director, Chief Executive Officer, and senior management executive (the first 4 executives from the Chief Executive Officer pursuant to the criteria of the stock exchange), it must be disclosed the name and biography of such person in the annual report and specify the reasons for appointing such persons for transparency. For any other positions, the Human Resources Management Department must collect the names and biographies of such persons and submitted to the Human Resources Committee, MBK Group companies annually to comply with anti-corruption policies and measures.

- For the non-listed companies, if a government official is employed as a director, Chief Executive Officer, and senior management executive (the first executive-level under the Chief Executive Officer), it must be disclosed the name and biography of such person through the company's communication channel, e.g., the company's website report and specify the reasons for appointing such persons for transparency. For any other positions, the Human Resources Management Department must collect the names and biographies of such persons and submitted to the Human Resources Committee, MBK Group annually to comply with anti-corruption policies and measures.

#### 4.2 Level upgrading and promotion

The level upgrading and promotion of employees will base on the employee's knowledge and abilities of their past performance including the potential to learn and develop themselves in the future. There must be a job structure and job value for such promotion. The process is as follows:

4.2.1 The agency affiliation nominates the employees who should be promoted to the Human Resources Management Department.

4.2.2 The Human Resources Management Department has an initial review of the qualifications and evaluates the requirements as specified by the company.

If he/she does not pass the qualification review, the Human Resources Management Department will inform the agency affiliation.

If he/she has qualifications, the Human Resources Management Department will present to the Management Committee (MC) for level upgrading and promotion pursuant to the operation manual.

If he/she does not pass the approval process, the Human Resources Management Department will inform the agency affiliation.

If he/she passes the approval process, the Human Resources Management Department will provide the level upgrading and promotion in writing.

It must be no requests for benefits or returns of any kind from a nominated employee or relevant persons to the nominated employee on the review of qualifications, evaluation, and proposal for promotion.

#### 4.3 Transfer

Employee transfer is considered an important mechanism to manage progress. The group of companies always consider the appropriateness of employee qualifications, knowledge and abilities so that the employee will have an opportunity to grow, learn, develop as well as have experiences and a variety of specializations. The considerations will be done by the superior of the original department, new department and the employee. However, the management of the line of work will finally consider the qualifications, abilities and appropriateness of the employee, then finalize and approve according to the authorization manual.

However, the consideration process of employee transfer and requesting for approval must be done without any forms of unethical benefits or bribery from the employee or those involved with the transfer.

#### 4.4 Employee development and training

In order to make employee development and training process become transparent and fair and to prevent corruption in the Development Department, The Human Resource Department has set rules as followings,

##### 4.4.1 Speaker and lecturer selection

The Human Resource Development Department has joined hands with the department that requires employee training by comparing qualifications of lecture or speaker in various aspects according to guidelines of how to recruit a lecturer that matches with the training course.

4.4.2 The selection of training venue, accommodations, documents and other required equipment To select training venues, accommodations, documents and other required equipment for training, the Human Resource Development Department must make a Request Purchase and send it to the Purchasing Department under procurement process by comparing prices, service quality which must be under approved budget and follow cost control guidelines.

4.4.3 Budget and cost disbursement must be approved by authorized person according to authorization Manual In order to disburse the budget and other necessary costs, it must be approved by authorized management according to the authorization manual with legal proof of payment (Revenue Code) and accounting record.

4.4.4 Giving knowledge, cultivating conscience and disseminating information to employees practice on agbout policies and measures against corruption annually with a test so that they will understand and realize the importance of anti-corruption and behave properly according to the prescribed guidelines.

However, the employee development and training process will propose budget and cost approval without any forms of unethical benefits or bribery from the service rendered or those involved.

#### 4.5 Job assessment and bonus

The human resources management will gather all employee assessment documents from each department, set the level of bonus as well as criteria for annual benefits and bonus and propose to the Chief Executive Officer which must be in accordance with the policies approved by the Executive Committee and Board of Directors.

However, job assessment and benefit and bonus process as well as approval process must not be done with any forms of unethical benefits or bribery from any employee involved.

#### 4.6 Disciplinary conduct

The Group of Companies has set disciplinary conduct policies in case the employee misconducts, also given an opportunity for the employee to make complaint and appeal regarding rules of work with those who are concerned with the investigation and sentencing with strict disciplinary action.

However, along the disciplinary conduct process, it must be strictly done with any forms of unethical benefits or bribery from any employee involved.

#### 4.7 Purchasing and recruiting human resources and expense reimbursement

4.7.1 Purchasing assets, equipment and other service rendering of human resources development such as hiring consultants, hiring outsources and other welfare benefits, they all must be done transparently and fairly under the procurement process of the company.

4.7.2 Any form of reimbursement must be approved by an authorized person according to the authorization manual of the Group of Companies with legal proof of Revenue Code and has an accounting record every time.

However, Purchasing and hiring process of human resources management and development as well as reimbursement must not be done with any forms of unethical benefits or bribery from sellers, or service rendering companies in order to ask for assets, below standard equipment, equipment that is not according to purchase order, or low quality service that is not complied with the agreement.

In case that the management and employees of all levels see any conduct that implies corruptions, please report to the superior, or those concerned and cooperate with the investigation and strictly follow procedures, rules and regulations of anti-corruption of the Group of Companies.

#### 5. Exemption

No

#### 6. Penalty

Referring to rules and regulations of the company

These rules and regulations are effective on 14 February, 2022 onward.

Mr. Suvait Theeravachirakul

Chief Executive Officer

